RAC II REGION 5 STATEMENT OF WORK FOR REMEDIAL ACTION OVERSIGHT

North Bronson Former Facilities Fetzer (OU3) Site, Branch County, Michigan

January 22, 2010

CONTRACT NO: EP-S5-06-02

INTRODUCTION

PURPOSE

The purpose of this work assignment is to provide oversight of the construction and implementation of the remedial action (RA), including system start-up and diagnostic testing at the North Bronson Former Facilities Fetzer (OU3) Site, Branch County, Michigan. Contractor oversight under this SOW will continue through planning, implementation, and completion phases of the RA. This statement of work (SOW) sets forth the framework and requirements for this effort. Actual construction and implementation of the RA will be performed by the potentially responsible party's (PRP) constructor. The Record of Decision issued on September 30, 2009 defines the selected remedy for this site. The RA is the implementation phase of site remediation or construction of the remedy, including necessary operation and maintenance (O&M), performance monitoring, and any special requirements. The RA is based on the remedial design (RD), which is designed to achieve the remediation goals specified in the Record of Decision.

SITE DESCRIPTION

The NBFF Site includes three (3) facilities that were sources of contamination to the North Bronson Industrial Area Superfund Site. The NBFF Site is also known as the North Bronson Industrial Subareas (EPA Identification Number MIN000508192). The NBFF includes the former Bronson Reel facility (OU1), the former L.A. Darling facility (OU2), and the former Scott Fetzer facility (OU3). A ROD was issued for the former Bronson Reel facility in 2006, L.A. Darling in 2008 and Scott Fetzer in 2009.

The City of Bronson sits on a glacial outwash plain with little topographic relief at an elevation approximately 910 to 920 feet above mean sea level. An area of slightly higher elevation caused by the presence of low ridges composed of glacial till is located northwest of the City; a marshland lies just to the northeast. The marshland drains to Swan Creek, which flows north of Bronson and eventually turns to the southwest. An enhanced natural drainage canal known as County Drain 30 (CD30) flows along the northern boundary of the City of Bronson and the NBIA and eventually discharges to Swan Creek.

The population of the City of Bronson is approximately 2,367. Bronson is located in Branch County, which is comprised of 507 square miles with an estimated population of 45,414.

Work at the former L.A. Darling and former Scott Fetzer facilities are being conducted by the PRPs. Both properties have waste residuals on site and have soil and groundwater contamination. Groundwater contamination is sufficiently high that there are concerns about possible vapor intrusion into nearby structures.

U.S. EPA issued a Record of Decision (ROD) for L.A. Darling in September 2008. The selected remedy includes The selected remedies include a final remedial action to address contaminated site soil and debris and an interim groundwater action to address groundwater contamination at the former L.A Darling facility. The major components of the selected remedies include the following:

- Excavation and off-site disposal of contaminated subsurface structures, sewers, and USTs;

$100,000

- Excavation and off-site disposal of contaminated soil, as necessary to reach Michigan Part 201 Industrial and Commercial Direct Contact Criteria and Michigan Part 201 Groundwater Surface Water Interface (GSI) Protection Criteria (for those contaminants that pose a risk of exceeding the GSI criteria in groundwater at County Drain #30 (CD #30)). Verification during remedial design that extent of excavation is sufficient to address potential ecological risks. If contamination (excluding sludge and hot-spot areas) extends below the water table, soil excavation may be limited to the area above the water table;

- Excavation below the water table, using best engineering practices, for sludge and hot-spot areas of contamination;

- Restoration of the site to current grades;

- Construction of an air sparge/SVE treatment system to remove VOC contamination from below the water table;

- Operation, maintenance and monitoring of the air sparge/SVE treatment system;

- Conversion of the air sparge/SVE system to a groundwater extraction/treatment system upon U.S. EPA agreement or upon U.S. EPA direction, in consultation with MDEQ. The determination as to when it is appropriate to move to groundwater extraction and treatment is to be based on air sparge recovery rates and groundwater and soil gas contaminant concentration;

- Operation, maintenance and monitoring of groundwater extraction and treatment system;

- Discharge of treated water to CD #30;

- Placement of a warranty deed restriction on the property to limit land use to industrial/commercial purposes, limit intrusive activities below the water table, and prohibit groundwater use;

- Coordination with the City of Bronson to draft and pass an ordinance restricting groundwater use in areas of groundwater contamination;

- Coordination with the MDEQ Water Bureau, which arranges contractually with the Branch-Hillsdale-St. Joseph Community Health Agency for monitoring of private wells that have the potential to be impacted by groundwater contamination from the former L.A. Darling facility; and

- Monitoring of deed restrictions to ensure that land and groundwater use is consistent with the cleanup levels selected for the Facility.

GENERAL REQUIREMENTS

This is a term-form work assignment that requires the contractor to provide oversight of the RA as specified in the ROD issued on September 30, 2009 and in accordance with this SOW. The contractor shall furnish all necessary and appropriate personnel, including subcontractors, materials, and services needed for, or incidental to, conducting oversight of the RA in accordance with this SOW. The contractor shall observe and document that the PRP has or has not complied with all applicable laws, regulations, and requirements, and has or has not met all performance standards specified in the settlement agreement. The contractor shall ensure that the RA and associated deliverables required under this work assignment are consistent with the settlement agreement, the ESD, the *Remedial Design/Remedial Action (RD/RA) Handbook* (U.S. EPA Office of Solid Waste and Emergency Response (OSWER) 9355.0-04B, EPA 540/R-95/059, June 1995), and all other guidance used by EPA in conducting an RA (see Attachment 2).

In conducting the work assignment, EPA expects the contractor to propose the most appropriate and cost-effective procedures and methodologies using accepted engineering practices and controls. Throughout the performance of this work assignment, EPA expects the contractor to be responsible for performing services and providing products

at the lowest reasonable cost. If there are changes to the SOW by the government, the government will issue a formal amendment to the SOW and negotiate the cost of the amendment with the contractor to form a new cost estimate.

A summary of the potential major deliverables and proposed schedule for submittals is in Attachment 1. This summary and schedule can be used as the basis for the contractor's proposed deliverables and schedules included in the work plan.

The contractor shall communicate at least weekly with the EPA contracting officer representative (COR), either in face-to-face meetings or through conference calls.

EPA provides oversight of contractor activities throughout the RA oversight. EPA review and approval of deliverables is a tool to assist this process and to satisfy, in part, EPA's responsibility to provide effective protection of public health, welfare, and the environment. EPA also reviews deliverables to assess the likelihood that the RA oversight achieves its goals and that its performance and operations requirements have been met. Acceptance of deliverables by EPA does not relieve the RA oversight contractor from responsibility for the adequacy of deliverables or its professional responsibilities.

RECORD KEEPING REQUIREMENTS

The contractor shall maintain all technical and financial records for the RA oversight in accordance with the contract. The Agency and the contractor shall endeavor to submit documents and deliverables using electronic media whenever possible. At the completion of the work assignment, the contractor shall submit an official record of the RA oversight in both compact disk and a hardcopy to the COR.

US EPA PRIMARY CONTACT

The primary contact for this work assignment is James Hahnenberg. He can be reached at 312-353-4213, via facsimile at 312-353-1263 or via e-mail at hahnenberg.james@epa.gov. His mailing address is US EPA Region 5, 77 W. Jackson Blvd., Chicago, IL 60604 (mailcode SR-6J). The secondary contact is Edward Quigley. He can be reached at 312-886-7726, via facsimile at 312-353-1263, or via e-mail at Quigley.edward@epa.gov. His mailing address is US EPA Region 5, 77 W. Jackson Blvd., Chicago, IL 60604 (mailcode SM-7J).

WORK ASSIGNMENT COMPLETION DATE AND PROJECT CLOSEOUT

At the completion of the work assignment, perform all necessary project closeout activities as specified in the contract. These activities include closing out any subcontracts, indexing and consolidating project records and files as required above, and providing a technical and financial closeout report to EPA. The goal is to complete all technical activities and closeout activities for this work assignment by December 30, 2010.

Task 1 - Work Planning and Support

Task 1.1 Work Plan

The contractor shall prepare and submit a RA oversight work plan that includes a detailed description of implementation activities, performance monitoring, and overall management strategy, including optimization, for the RA oversight. Typical activities involved in preparing the work plan include, but are not limited to, the following:

- The contractor shall contact the COR within five calendar days after receipt of the work assignment to schedule the kickoff meeting to be held via teleconference with U.S. EPA Region 5.

- If the RA oversight contractor is unfamiliar with the site, the contractor shall review background documents relevant to the RA oversight as provided by the COR for purposes of the work plan preparation.

- If the RA oversight contractor is unfamiliar with the site, the contractor shall conduct a site visit with the COR during the RA oversight planning phase to assist in developing an understanding of the site and any logistics.

- The contractor shall prepare a work plan which includes a detailed description of the technical approach for the RA oversight in accordance with the SOW. The work plan shall specify the necessary procedures, inspections, deliverables, a schedule with specific dates for completion of each required activity and deliverable required by the SOW and a list of key contractor personnel providing support on the work assignment.

- The contractor shall prepare the estimated cost to complete the work assignment, including subcontractor costs, for each element of the SOW; provide a breakdown of the cost by task and subtask levels, in accordance with the contract work breakdown structure (WBS).

- As directed, the contractor shall attend a work plan fact finding/negotiation meeting via teleconference with EPA. The contractor shall prepare and submit a revised work plan incorporating the agreements made in thefact finding/negotiation meeting.

- The contractor shall provide a conflict of interest disclosure.

Task 1.2 Review PRP Plans.

The contractor shall review and provide comments on the following PRP planning documents including, but not limited to PRP Health and Safety Plan, Quality Assurance Project Plan (QAPP), Field Sampling Plan (FSP) and Basis of Design and design criteria reports.

Task 1.3 Preparation of Site-Specific Plans

The contractor shall review all existing site-specific plans and prepare, update, and/or maintain plans in accordance with applicable guidance, as necessary for RA oversight implementation.

Site Management Plan
The SMP outlines the process, procedures, and safeguards that will be used to ensure contaminants or pollutants are not released off-site during the implementation of the RA and how wastes that are encountered during the RA will be managed and disposed of.

Sampling and Analysis Plan (SAP) which is comprised of the following two parts:

- Field Sampling Plan (FSP) in accordance with 40 CFR 300.415(b)(4)(ii). The FSP describes the number type, and locations of samples and the types of analyses.

- Quality Assurance Project Plan (QAPP) in accordance with *EPA Requirements for QA Project Plans* (QA/R-5). Office of Environmental Information. EPA/240/B-01/003, March 2001. The QAPP describes policy, organization, and functional activities and the data quality objectives and measures necessary to achieve adequate data for use in planning and documenting the sampling investigation.

- Data Management Plan (DMP) The DMP outlines the procedures for storing, handling, accessing, and securing the data collected during the sampling event.

- Site-specific Health and Safety Plan (HSP) that specifies employee training, protective equipment, medical surveillance requirements, standard operating procedures, and a contingency plan in accordance with 29 CFR 1910.120(l)(1) and (l)(2). NOTE: The PRP's HSP may be adopted for use by the contractor if appropriate.

- Site Management Plan.

Task 1.4 Pollution Liability Insurance N/A

Task 1.5 Project Management and Reporting

The contractor shall perform activities required to effectively manage the work assignment.

- The contractor shall provide general work assignment management and coordination to implement the work assignment SOW. The contractor shall prepare monthly progress reports in accordance with the requirements under the contract. The contractor shall manage and track costs and prepare and submit invoices. The contractor shall report costs and level of effort (by P-level) for the reporting period as well as cumulative amounts expended to date.
- The contractor shall participate in progress meetings during the course of the work assignment. For budgeting purposes, the contractor shall assume 4 meetings, with 1 to 2 people in attendance, for 4 hours as required.
- The contractor shall accommodate any external audit or review mechanism as required by EPA.
- The contractor shall attend EPA-held training as required.

Task 1.6 - Subcontractor Procurement and Support Activities

The contractor shall review, approve, and monitor the subcontractor's QA/QC program and conduct audits, as required and shall perform the necessary management and oversight of any subcontractor(s) needed to implement this SOW according to contract requirements. The contractor shall review and approve subcontractors' invoices and issue any necessary contract modifications.

Task 2 - Community Involvement

This task includes technical support provided by the contractor during public/availability meeting(s) under the associated community involvement work assignment. The contractor shall provide community involvement support to USEPA throughout the RA oversight in accordance with the *National Oil and Hazardous Substances Pollution Contingency Plan* (NCP, 40 CFR Part 300) and the *Community Relations in Superfund - A Handbook*, (U.S. EPA, Office of Emergency and Remedial Response, OSWER Directive No. 9230.0-3C, January 1992. For budgeting purposes the contractor shall assume that the contractor will provide technical support at 2 public/availability meeting(s) with 1 to 2 contractor personnel on attendance.

Task 3 - Field Investigation/Data Acquisition – N/A

Task 4 - Sample Analysis – N/A

Task 5 - Analytical Support and Data Validation – N/A

Task 6 - Reuse Planning

The contractor shall assist in the review and evaluation of reuse plans and redevelopment plans submitted to ensure long-term protectiveness of the RA oversight and remedy.

Task 7 - Data Evaluation – N/A

Task 8 - Review of PRP RA Submittals

The contractor shall review and provide comments on all documents developed or modified by the PRP during oversight implementation. The contractor shall perform a technical review and generate comments in the form of a technical memorandum. All final decisions regarding submittals by PRPs shall remain the sole responsibility of EPA. The contractor shall consider the following factors during the review of documents:

- Technical requirements of the Record of Decision, any legal instruments including any SOWs, and ARARs.
- Standard professional engineering practices.
- Applicable statutes, EPA policies, directives, and regulations.
- Spot checking design calculations to assess accuracy and quality of design activities and conformance with results of field data and treatability studies.
- Examination of planning and construction schedules for meeting project completion goals.
- Examination of proposed construction schedule for meeting project completion goals.
- Operability, constructability, and environmental compliance reviews.

The contractor shall review and provide comments on the following documents and the PRP's response to comments if so directed:

- Work plans.
- Site Management Plan for Remedial Construction
- Remedial Action Work Plan
- O&M Manual.
- As-built Drawings
- Construction QAPP
- Construction QA Reports
- Change Orders
- Other Non-Specific RA Documents

Task 9 - Remedial Action Oversight

The contractor shall provide technical oversight of PRP activities to ensure construction takes place in accordance with EPA accepted plans and specification. The oversight activities shall also include observations regarding the manner in which the Quality Assurance and Health & Safety Plans are implemented. The amount of oversight will be dependent upon the type and complexity of the RA and is at the discretion of the EPA WAM. The contractor shall report any non-conformance with the Record of Decision, , Plans, or other project documents to the WAM.

- Periodic Reports. The contractor shall provide RA oversight reports once every 4 weeks during the duration of the PRP's field work. The contractor's oversight reports shall consist of a short summary of significant field events during the period, any photographs taken during the period, and a copy of all field

logs. Each field oversight report shall be submitted 21 calendar days after each 4 week period and is anticipated to be 8 to10 pages in length on average.

- Final Summary Report. The contractor shall provide a summary oversight report 60 calendar days after the end of all field activities. The summary field report shall include a summary of all the significant field events during the RA oversight activities.

Task 10 - Technical Meeting Support

The contractor shall attend and document technical meetings with EPA, the PRPs, the PRP contractor, and the State agency. For budgeting purposes the contractor shall assume 6 meetings. It is anticipated that all the meetings will be held in the USEPA regional office and last approximately half of a day. It is also anticipated that approximately 1 - 2 contractor personnel will be in attendance at each of these meetings. [The length of the meetings and number of representatives may vary, adjust accordingly]

Task 11 - Work Assignment Closeout

The contractor shall perform the necessary activities to close out the work assignment in accordance with contract requirements. Typical activities include but are not limited to, the following:

- Package and return documents to the government.
- Duplicating/distribution/storage of files.
- Preparation of the Work Assignment Closeout Report (WACR). The contractor shall prepare the WACR in accordance with Regional guidance or other procedures as specified in the work assignment. In those circumstances where the final hours/budget are greater than the +/ - 20% of the approved work plan hours/budget, the contractor shall provide an explanation for the underage/overage.

Attachment 1 - Summary of Major Submittals for the Remedial Action (RA) Oversight at North Bronson Former Facilities Fetzer (OU3) Site Superfund Site

DELIVERABLE	NO. OF COPIES	DUE DATE (Calendar Days)
Task 1.1 Remedial Action (RA) Oversight Work Plan	3	30 days after kick-off meeting
Task 1.1 Revised Work Plan	3	15 days after receipt of comments or negotiation meeting
Task 1.1 Conflict of Interest Disclosure	3	Within five days from acceptance of work assignment
Task 1.2 Comments on PRP QAPP, FSP, HASP and Basis of Design and design criteria reports.	2	21 days after receipt of documents
Task 1.3 Site Management Plan	2	30 days after work plan approval
Task 1.3 Field Sampling Plan	2	30 days after work plan approval
Task 1.3 Quality Assurance Project Plan	2	30 days after work plan approval
Task 1.3 Data Management Plan	2	30 days after work plan approval
Task 1.3 Health & Safety Plan	2	30 days after work plan approval
Task 1.4 Pollution Liability Insurance		TBD
Task 1.5 Monthly Progress Reports	3	As provided for in the Contract
Task 1.6 Subcontract Consent Request	3	14 days after receipt of bids (offers)
Task 3 Sampling Reports	2	10 days after the completion of the sampling event
Task 5 Data Validation Letter Report	2	21 days after receipt of analytical results from laboratory
Task 6 Data Evaluation Summary Report	2	45 days after receipt of validated data.
Task 8 Letter Report Summarizing Review of Potentially Responsible Party (PRP) RA Documents	2	21 days after receipt of PRP document from EPA
Task 8 Review of PRP Response to Comments	2	7 days after receipt of PRP response to comments

DELIVERABLE	NO. OF COPIES	DUE DATE (Calendar Days)
Task 9 Periodic Reports	2	21 calendar days after each 4 week oversight period
Task 9 Final Report	2	7 days after receipt of EPA comments
Task 11 Work Assignment Completion Report (WACR)	3	(WACN)
Task 11 Final Costs documented in WACR	3	90 days after completion of all RA oversight activities

Attachment 2 - Regulations and Guidance Documents

Although not comprehensive, the following list comprises many of the regulations and guidance documents that apply to the RA process:

1. *CERCLA Compliance with Other Laws Manual*, Two Volumes, U.S. EPA, Office of Emergency and Remedial Response, August 1988 (DRAFT), OSWER Directive No. 9234.1-01 and -02.
2. *Community Relations in Superfund — A Handbook*, U.S. EPA, Office of Emergency and Remedial Response, January 1992, OSWER Directive No. 9230.0-3C.
3. *The Data Quality Objectives for Process of Superfund: Interim Final Guidance*, U.S. EPA, Office of Emergency and Remedial Response and Office of Waste Programs Enforcement, EPA/540/R-93/071, September 1993.
4. *Guidance on Expediting Remedial Design and Remedial Actions*, EPA/540/G-90/006, August 1990.
5. *Guidance on Remedial Actions for Contaminated Ground Water at Superfund Sites*, U.S. EPA Office of Emergency and Remedial Response (DRAFT), OSWER Directive No. 9283.1-2.
6. *Guide to Management of Investigation-Derived Wastes*, U.S. EPA, Office of Solid Waste and Emergency Response, Publication 9345.3-03FS, January 1992.
7. *Interim Guidance on Compliance with Applicable of Relevant and Appropriate Requirements*, U.S. EPA, Office of Emergency and Remedial Response, July 9, 1987, OSWER Directive No. 9234.0-05.
8. *National Oil and Hazardous Substances Pollution Contingency Plan*; Final Rule, Federal Register 40 CFR Part 300, March 8, 1990.
9. *Permits and Permit Equivalency Processes for CERCLA On-site Response Actions*, February 19, 1992, OSWER Directive 9355.7-03.
10. *Procedures for Completion and Deletion of NPL Sites*, U.S. EPA, Office of Emergency and Remedial Response, April 1989, OSWER Directive No. 9320.2-3A.
11. *Quality in the Constructed Project: A Guideline for Owners, Designers and Constructors*, Volume 1, Preliminary Edition for Trial Use and Comment, American Society of Civil Engineers, May 1988.
12. *Remedial Design/Remedial Action (RD/RA) Handbook*, U.S. EPA, Office of Solid Waste and Emergency Response (OSWER) 9355.0-04B, EPA 540/R-95/059, June 1995.
13. *Scoping the Remedial Design* (Fact Sheet), February 1995, OSWER Publ. 9355-5-21 FS.
14. *Standards for the Construction Industry*, Code of Federal Regulations, Title 29, Part 1926, Occupational Health and Safety Administration.
15. *Standards for General Industry*, Code of Federal Regulations, Title 29, Part 1910, Occupational Health and Safety Administration.
16. *Superfund Guidance on EPA Oversight of Remedial Designs and Remedial Actions Performed by Potentially Responsible Parties*, April 1990, EPA/540/G-90/001.
17. *Superfund Response Action Contracts* (Fact Sheet), May 1993, OSWER Publ. 9242.2-08FS.
18. *Treatability Studies Under CERCLA*, Final. U.S. EPA, Office of Solid Waste and Emergency Response, EPA/540/R-92/071a, October 1992.
19. *Value Engineering* (Fact Sheet), U.S. EPA, Office of Solid Waste and Emergency Response, Publication 9355.5-03FS, May 1990.
20. EPA Requirements for Quality Assurance Project Plans, EPA QA/R-5, March 2001.
21. Guidance for Quality Assurance Project Plans, EPA QA/G-5, December 2002.
22. Data Quality Objective Process for Hazardous Waste Site Investigations, EPA QA/G-4HW, January 2000.
23. Contract Laboratory Program Guidance for Field Samplers, August 2004.